

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
INDEMNITY INSURANCE COMPANY OF
NORTH AMERICA, a/s/o Harris Corporation

Plaintiff,

- against -

PORT AIR CARGO INTERNATIONAL CORP.;
ATLAS AIRLINES; ATLAS AIR INC.; SKS
LOGISTICS

Defendants
-----X

ATLAS AIRLINES and ATLAS AIR INC.

Third-Party Plaintiffs

- against -

C.A.L. CARGO AIRLINES

Third-Party Defendant
-----X

INDEX: 07cv5872 (PKC)

**ATLAS' CROSS-CLAIMS
AGAINST PORT AIR
CARGO and ANSWER TO
CROSS-CLAIM BY PORT
AIR CARGO**

ATLAS AIR INC. (improperly sued as ATLAS AIRLINES and ATLAS AIR INC. and hereinafter collectively referred to as "ATLAS"), by its attorneys, MENDES & MOUNT, L.L.P., upon information and belief alleges as follows:

RESPONSE TO CROSS-CLAIM BY PORT AIR CARGO

1. ATLAS denies each and every allegation contained in paragraphs 23 and 24 of PORT AIR CARGO's Answer to the Complaint with Cross-Claims.

CROSS-CLAIM AGAINST PORT AIR CARGO

2. If there was any loss or damage to the shipment referred in the complaint, which is denied, and said loss or damage cause any liability to ATLAS, then said liability was due to the negligence and/or breach of contract, breach of warranties, implied or express by PORT AIR CARGO, its agents, servants and employees. Thus, if Atlas is found liable in whole or in part for the damages sustained by Plaintiff, then Atlas is entitled to contribution from PORT AIR CARGO pursuant to Civil Practice and Rules, Section 1401, for the entire amount of any judgment or for such proportionate share of any judgment as represents the culpable conduct or breach of duty attributable to Atlas as determined by the trier of fact.

PRAYER

WHEREFORE, ATLAS demands judgment as follow:

1. For a declaration that if Atlas is held liable to Plaintiff that judgment be rendered against PORT AIR CARGO determining its responsibility for the damages sustained by Plaintiff and that PORT AIR CARGO be obliged to contribute to the amount of any judgment or settlement in favor of plaintiff.
2. Attorneys' fees and costs incurred herein from PORT AIR CARGO.
3. Such other and further relief as this Court deems just and proper.

Dated: New York, New York
September 12, 2007

Roberta Miranda

Roberta Miranda, Esq. (RM5818)

MENDES & MOUNT, LLP

750 Seventh Ave.

New York, NY 10019-6829

212-261-8000

Attorneys for Defendants

ATLAS AIRLINES and ATLAS AIR INC.

David L. Mazaroli
LAW OFFICES OF DAVIS MAZAROLI
Attorney for Plaintiff
11 Park Place – Suite 1214
New York, NY 10007
212-267-8480

SKS LOGISTICS
Zuidstraat 8, B-8400
Oostende, Belgium

Patrick Michael De Charles II
Cichanowicz, Callan, Keane, Vengrow & Textor, LLP
61 Broadway, Suite 3000
New York, New York 10006
(212) 344-7042
Attorneys for
PORT AIR CARGO INTERNATIONAL CORP.

C.A.L. Cargo Airlines
1 Hayarden Street, Airport City P.O.B. 271
Ben Gurion Airport 70100, Israel